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## **GOOD FRIEND INTERNATIONAL HOLDINGS INC.**

### **友佳國際控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 2398)**

## **POLL VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 30 JULY 2009**

### **DISCLOSEABLE AND CONNECTED TRANSACTION**

The Board is pleased to announce that the ordinary resolution to approve, confirm and ratify the Shareholders' Agreement and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll at the EGM held on 30 July 2009.

Reference is made to the circular of Good Friend International Holdings Inc. (the "**Company**") dated 14 July 2009 (the "**Circular**") and the notice of EGM of the same date as set out in the Circular (the "**Notice**"). Unless otherwise defined, terms used in this announcement shall have the same meanings as defined in the Circular.

### **POLL VOTING RESULTS OF THE EGM**

The Board is pleased to announce that the ordinary resolution to approve, confirm and ratify the Shareholders' Agreement and the transactions contemplated thereunder (the "**Ordinary Resolution**") was duly passed by the Independent Shareholders by way of poll at the EGM held on 30 July 2009.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed as scrutineer for the voting process at the EGM.

As at the date of the EGM, the total number of Shares in issue was 336,000,000 Shares. Taiwan FF and its associates which, in aggregate, were interested in 252,000,000 Shares, representing approximately 75% of the issued share capital of the Company, were required to abstain and did abstain from attending and voting on the Ordinary Resolution at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders

thereof to attend the EGM and vote for or against the Ordinary Resolution was 84,000,000 Shares. There was no Share entitling the Independent Shareholders thereof to attend but only to vote against the Ordinary Resolution at the EGM.

Independent Shareholders holding 25,322,800 Shares attended the EGM and voted in person or by proxy or corporate representative in respect of the Ordinary Resolution. The poll voting results were as follows: -

<b>Ordinary Resolution</b> <sup>(Note)</sup>	<b>Number of votes (%)</b>	
	<b>For</b>	<b>Against</b>
To approve, confirm and ratify the Shareholders' Agreement and the transactions contemplated thereunder	25,320,400Shares 99.9905%	2,400 Shares 0.0095%

*Note:* The full text of the Ordinary Resolution is set out in the Notice.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed as an ordinary resolution of the Company.

By order of the Board  
**Good Friend International Holdings Inc.**  
**CHEN Hsiang-Jung**  
*Chief Executive Officer*

Hong Kong, 30 July 2009.

*As at the date of this announcement, the Board of the Company comprises (i) five executive directors, namely Mr. Chu Chih-Yaung, Mr. Chen Hsiang-Jung, Mr. Chen Min-Ho, Mr. Wen Chi-Tang and Mr. Chiu Rung-Hsien; and (ii) three independent non-executive directors, namely Mr. Koo Fook Sun, Louis, Mr. Chiang Chun-Te and Mr. Yu Yu-Tang.*